



CS SOMY JACOB BSC FCS  
CS JACOB. T. OOMMEN BSC FCS

## Somy Jacob & Associates Practising Company Secretaries

3/6-6, 3<sup>rd</sup> Floor, Sheik Ali Complex, 3<sup>rd</sup> Cross  
Koramangala 2<sup>nd</sup> Block Bangalore- 560068 Karnataka.

FORM No. MGT-13

### Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

#### Chairman

M/s. Wonderla Holidays Limited  
28th KM, Mysore Road,  
Bangalore - 562 109,  
Karnataka

15<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited Held on Wednesday, the 09<sup>th</sup> August 2017 at 4.00 PM at Wonderla Resort, 28th KM, Mysore Road, Bangalore - 562 109, Karnataka

Dear Sir,

I, CS Somy Jacob, Company Secretary in Practice Holding Membership No. F 6269 and Certificate of Practice No. 6728, Partner Somy Jacob And Associates, Practising Company Secretaries, 3rd Floor, Sheik Ali Complex, 3/6-6, 3rd Cross Koramangala 2nd Block, Bangalore – 560068, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions, at the 15<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/S Wonderla Holidays Limited, held on Wednesday, the 09<sup>th</sup> August 2017 at 4.00 PM at Wonderla Resort, 28th KM, Mysore Road, Bangalore - 562 109, Karnataka, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box was kept for polling and the same was locked in my/our presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found



defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:

ORDINARY RESOLUTIONS

**Resolution No.1 : Adoption of Balance Sheet as at March 31, 2017, Statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	32,535	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
2	160

**Resolution No.2 : Declaration of final dividend of Rs. 1.00 per equity share of Rs. 10 each for the year ended 31st March, 2017.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	32,505	99.9078

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	30	0.0922



(iii) Invalid votes :

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
2	160

**Resolution No.3 : Appointment of a Director in the place of Ms. Priya Sarah Cheeran Joseph, who retires by rotation and being eligible, seeks re-appointment.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	32,535	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
2	160

**Resolution No.4 : Appointment of BSR & Associates LLP, Chartered Accountants, as Statutory Auditor of the Company for a term of four years and to fix remuneration.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	32,535	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes :





Number of members present and voting whose votes were declared invalid	Number of votes cast by them
2	160

**Resolution No.5 : Appointment of Mr. Gopal Srinivasan as an Independent Director.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	32,535	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
2	160

**Resolution No.6: Appointment of Mr. R. Lakshminarayanan as an Independent Director.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	32,535	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting whose votes were declared invalid	Number of votes cast by them



2	160
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**Resolution No.7: Approval for re-appointment of Ms. Priya Sarah Cheeran Joseph as Whole-Time Director and remuneration payable.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	32,535	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
2	160

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For Somy Jacob & Associates  
Practising Company Secretaries



Somy Jacob BSC.,FCS.  
Partner,  
FCS 6269., CP No. 6728  
Place: Bangalore  
Date : 10.08.2017



Witness to the Unblocking Events

Ms. Nelijane Debnath  
YCR Nest, Bellandur  
Opp to BBMP Office.  
Bangalore 560102

*Nelijane Debnath*

Mr. Prem Pareek  
# 34 Poonam Nivas,  
5<sup>th</sup> A Cross, Subbana garden  
Vijaynagar Bangalore-560040

*Prem Pareek*

*Prem*

